

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE :
COMMISSION, :
Plaintiff, : Case No. 17 Civ. 7994 (AT) (DCF)
v. :
RIO TINTO PLC, RIO TINTO LIMITED, :
THOMAS ALBANESE and GUY ROBERT :
ELLIOTT, :
Defendants. :
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DECLARATION OF JENNIFER L. CONN

I, Jennifer L. Conn, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

I am a member of the bar of this Court and a partner at the law firm of Gibson, Dunn & Crutcher LLP, counsel to Defendants Rio Tinto PLC and Rio Tinto Limited (collectively, “Rio Tinto”) in the above-referenced action. I submit this declaration in support of Defendants’ Consolidated Motion for Summary Judgment.

1. Attached hereto as Exhibit 1 is a true and correct copy of the September 13, 2019 deposition transcript of Thomas Albanese.
2. Attached hereto as Exhibit 2 is a true and correct copy of the March 21, 2019 deposition transcript of Laura Barbrook.
3. Attached hereto as Exhibit 3 is a true and correct copy of the June 20, 2019 deposition transcript of Paul Bendall.

4. Attached hereto as Exhibit 4 is a true and correct copy of the October 25, 2018 deposition transcript of Christopher John Carter.

5. Attached hereto as Exhibit 5 are true and correct copies of volumes 1 and 2 of the December 5 and 6, 2018 deposition transcript of Preston Chiaro.

6. Attached hereto as Exhibit 6 is a true and correct copy of the February 26, 2019 deposition transcript of Matthew Coulter.

7. Attached hereto as Exhibit 7 is a true and correct copy of the October 15, 2018 deposition transcript of Jan du Plessis.

8. Attached hereto as Exhibit 8 is a true and correct copy of the February 20, 2019 deposition transcript of Paul Dupree.

9. Attached hereto as Exhibit 9 is a true and correct copy of the September 18, 2019 deposition transcript of Guy Elliott.

10. Attached hereto as Exhibit 10 are true and correct copies of volumes 1 and 2 of the November 13 and 14, 2018 deposition transcript of Eric Finlayson.

11. Attached hereto as Exhibit 11 is a true and correct copy of the October 4, 2018 deposition transcript of Ann Godbehere.

12. Attached hereto as Exhibit 12 is a true and correct copy of the May 21, 2019 deposition transcript of Richard Hughes.

13. Attached hereto as Exhibit 13 is a true and correct copy of the May 8, 2019 deposition transcript of Jonathan Lambert.

14. Attached hereto as Exhibit 14 is a true and correct copy of the May 30, 2019 deposition transcript of Daniel Larsen.

15. Attached hereto as Exhibit 15 is a true and correct copy of the October 3, 2018 deposition transcript of Christopher Lynch.

16. Attached hereto as Exhibit 16 is a true and correct copy of the October 11, 2019 deposition transcript of Marcantonio Maglione.

17. Attached hereto as Exhibit 17 is a true and correct copy of the November 8, 2018 deposition transcript of Simon Morris.

18. Attached hereto as Exhibit 18 is a true and correct copy of the June 19, 2019 deposition transcript of Sarah Nelson.

19. Attached hereto as Exhibit 19 are true and correct copies of volumes 1 and 2 of the September 27 and 28, 2018 deposition transcript of Helen Newell.

20. Attached hereto as Exhibit 20 is a true and correct copy of the March 7, 2019 deposition transcript of Andrey Nikolaev.

21. Attached hereto as Exhibit 21 is a true and correct copy of the July 19, 2019 deposition transcript of Gary O'Brien.

22. Attached hereto as Exhibit 22 is a true and correct copy of the July 10, 2019 deposition transcript of David Ovington.

23. Attached hereto as Exhibit 23 are true and correct copies of volumes 1 and 2 of the February 21 and 22, 2019 deposition transcript of Douglas Ritchie.

24. Attached hereto as Exhibit 24 is a true and correct copy of the September 25, 2019 deposition transcript of Tareq Sholi.

25. Attached hereto as Exhibit 25 is a true and correct copy of the November 1, 2018 deposition transcript of Paul Tellier.

26. Attached hereto as Exhibit 26 is a true and correct copy of the March 6, 2019 deposition transcript of Delwin Günther Witthöft.

27. Attached hereto as Exhibit 27 are true and correct copies of volumes 1 and 2 of the December 12 and 13, 2018 deposition transcript of Andrew Woodley.

28. Attached hereto as Exhibit 28 is a true and correct copy of excerpts from the December 20, 2019 Expert Report of Steven Brice FCA.

29. Attached hereto as Exhibit 29 is a true and correct copy of excerpts from the April 3, 2020 Rebuttal Expert Report of Steven Brice FCA.

30. Attached hereto as Exhibit 30 is a true and correct copy of excerpts from the February 21, 2020 Expert Report of Peter E. Christensen.

31. Attached hereto as Exhibit 31 is a true and correct copy of excerpts from the December 20, 2019 Expert Report of Christopher Drewe FCA.

32. Attached hereto as Exhibit 32 is a true and correct copy of excerpts from the April 3, 2020 Rebuttal Expert Report of Christopher Drewe FCA.

33. Attached hereto as Exhibit 33 is a true and correct copy of excerpts from the February 21, 2020 Expert Report of Robert Edwards.

34. Attached hereto as Exhibit 34 is a true and correct copy of excerpts from the February 21, 2020 Expert Report of Barnaby Fletcher.

35. Attached hereto as Exhibit 35 is a true and correct copy of excerpts from the February 21, 2020 Expert Report of Glenn Hubbard.

36. Attached hereto as Exhibit 36 is a true and correct copy of excerpts from the February 21, 2020 Expert Report of John M. Lacey, Ph.D.

37. Attached hereto as Exhibit 37 is a true and correct copy of excerpts from the December 20, 2019 Expert Report of Albert Diederich Metz, Ph.D.

38. Attached hereto as Exhibit 38 is a true and correct copy of excerpts from the April 10, 2020 Expert Rebuttal Report of Albert Diederich Metz, Ph.D.

39. Attached hereto as Exhibit 39 is a true and correct copy of excerpts from the December 20, 2019 Expert Report of Chris Milburn, CPA, CMA, CBV.

40. Attached hereto as Exhibit 40 is a true and correct copy of excerpts from the April 3, 2020 Expert Rebuttal Report of Chris Milburn, CPA, CMA, CBV.

41. Attached hereto as Exhibit 41 is a true and correct copy of the July 31, 2020 deposition transcript of Steven Brice FCA.

42. Attached hereto as Exhibit 42 is a true and correct copy of the July 1, 2020 deposition transcript of Christopher Drewe FCA.

43. Attached hereto as Exhibit 43 is a true and correct copy of the June 5, 2020 deposition transcript of Barnaby Fletcher.

44. Attached hereto as Exhibit 44 is a true and correct copy of the June 26, 2020 deposition transcript of Glenn Hubbard.

45. Attached hereto as Exhibit 45 is a true and correct copy of the July 17, 2020 deposition transcript of John M. Lacey, Ph.D.

46. Attached hereto as Exhibit 46 is a true and correct copy of the June 17, 2020 deposition transcript of Albert Diederich Metz, Ph.D.

47. Attached hereto as Exhibit 47 is a true and correct copy of the June 22, 2020 deposition transcript of Chris Milburn.

48. Attached hereto as Exhibit 48 is a true and correct copy of excerpts from Rio Tinto's 2011 Annual Report.

49. Attached hereto as Exhibit 49 is a true and correct copy of excerpts from Rio Tinto's 2012 Annual Report.

50. Attached hereto as Exhibit 50 is a true and correct copy of a July 12, 2012 media release entitled "Senior management changes," bearing bates numbers RT_SEC_00004659 through RT_SEC_0004661.

51. Attached hereto as Exhibit 51 is a true and correct copy of a February 28, 2013 media release entitled "Rio Tinto appoints new chief financial officer and streamlines executive committee," bearing bates numbers GE-SEC-0000533 through GE-SEC-0000534.

52. Attached hereto as Exhibit 52 is a true and correct copy of an excerpt from the Minutes of a November 28, 2013 Meeting of Rio Tinto's Board of Directors, bearing bates number RT_SEC_00207135.

53. Attached hereto as Exhibit 53 is a true and correct copy of a December 31, 2011 memorandum re: "Rio Tinto - Notes of introductory meeting with Guy Elliott on 13 May 2011," bearing bates numbers PwCUK000000178_0001 through PwCUK000000178_0002.

54. Attached hereto as Exhibit 54 is a true and correct copy of "First impressions of Richard Hughes," bearing bates numbers PwCUK000004591_0001 through PwCUK000004591_0002.

55. Attached hereto as Exhibit 55 is a true and correct copy of excerpts from a March 17, 2010 Rio Tinto Controllers Manual, bearing bates numbers RT_SEC_00011810-13, RT_SEC_00011952-54, RT_SEC_00011969-75, RT_SEC_00011979-81, RT_SEC_00012140-42.

56. Attached hereto as Exhibit 56 is a true and correct copy of excerpts from a July 23, 2010 “Noting Paper on the Acquisition of Riversdale” from Doug Ritchie, bearing bates numbers RT_00001581 through RT_00001583.

57. Attached hereto as Exhibit 57 is a true and correct copy of a November 2010 paper entitled “Rio Tinto Investment Committee, The Acquisition of Riversdale” from Doug Ritchie, bearing bates numbers RT_00001161 and RT_00001163-65.

58. Attached hereto as Exhibit 58 is a true and correct copy of excerpts from a presentation entitled “Overview of Board strategy Agenda,” bearing bates numbers RT_00051944 and RT_00051959-61.

59. Attached hereto as Exhibit 59 is a true and correct copy of excerpts from a November 17, 2011 email from Matthew Coulter to Eric Finlayson, *et al.*, bearing bates numbers RT_00013203 through RT_00013205.

60. Attached hereto as Exhibit 60 is a true and correct copy of excerpts from a December 7, 2011 email from Eric Finlayson to Matt Coulter, *et al.*, bearing bates numbers RT_00237820 through RT_00237821.

61. Attached hereto as Exhibit 61 is a true and correct copy of a May 28, 2012 email from Doug Ritchie to Matt Coulter, bearing bates numbers RT_00057337 through RT_00057339.

62. Attached hereto as Exhibit 62 is a true and correct copy of excerpts from the August 31, 2010 Minutes of a Meeting of the Rio Tinto Investment Committee, bearing bates numbers RT_SEC_00154426 and RT_SEC_00154427-28.

63. Attached hereto as Exhibit 63 is a true and correct copy of excerpts from the November 18, 2010 Minutes of a Meeting of the Rio Tinto Investment Committee, bearing bates numbers RT_SEC_00154430 through RT_SEC_00154432.

64. Attached hereto as Exhibit 64 is a true and correct copy of excerpts from the December 14, 2010 Minutes of the Rio Tinto Investment Committee, bearing bates numbers RT_SEC_00220001 and RT_SEC_00220005.

65. Attached hereto as Exhibit 65 is a true and correct copy of excerpts from a document entitled "Rio Tinto Board and Executive Committee Visit: South Africa, 17-22 September 2012," bearing bates numbers RT_00207043 and RT_00207063-67.

66. Attached hereto as Exhibit 66 is a true and correct copy of excerpts from a report entitled "Project Ralph Technical Due Diligence," bearing bates numbers RT_00272735, RT_00272737-39, and RT_00272750-52.

67. Attached hereto as Exhibit 67 is a true and correct copy of a presentation entitled "Project Ralph, Board Meeting – 16 December 2010," bearing bates numbers RT_00010760 through RT_00010766.

68. Attached hereto as Exhibit 68 is a true and correct copy of excerpts from an August 31, 2010 paper entitled "The Acquisition of Riversdale Mining" by Doug Ritchie, bearing bates numbers RT_00001187 through RT_00001206.

69. Attached hereto as Exhibit 69 is a true and correct copy of excerpts from a November 16, 2010 report entitled "Project Ralph Geology and Coal Resources Due Diligence," bearing bates numbers RT_00002280 and RT_00002311-13.

70. Attached hereto as Exhibit 70 is a true and correct copy of excerpts from a November 8, 2010 report entitled “Project Ralph Limited HR Due Diligence,” bearing bates numbers SEC-PWC-E-0000887, and SEC-PWC-E-0000957-59.

71. Attached hereto as Exhibit 71 is a true and correct copy of excerpts from a July 28, 2011 report entitled “Acquisition of Riversdale Mining Limited, Valuation of Mineral Interests.”

72. Attached hereto as Exhibit 72 is a true and correct copy of a February 22, 2013 memorandum from Nevan Pillay to Kevin Fox re: “Minjova Note for the Record,” bearing bates numbers RT_00487213 through RT_00487217.

73. Attached hereto as Exhibit 73 is a true and correct copy of a November 13, 2012 email from Tareq Sholi to Renee Kevern, *et al.*, attaching a July 6, 2012 memorandum re: “2012 Half Year Accounting Issues,” bearing bates numbers RT_00096816 through RT_00096820.

74. Attached hereto as Exhibit 74 is a true and correct copy of excerpts from a November 8, 2011 Earn In Minjova Shareholders Agreement, bearing bates numbers RT_00301045 and RT_00301073-75.

75. Attached hereto as Exhibit 75 is a true and correct copy of excerpts from a May 15, 2012 email from Simon Morris to Caroline Vilar, *et al.*, attaching a presentation entitled “Rio Tinto Coal Mozambique Business Review Brisbane, May 11, 2012,” bearing bates numbers RT_00335784-85, and RT_00335789-94.

76. Attached hereto as Exhibit 76 is a true and correct copy of a March 2013 Minjova Coal Project Report entitled “Project Handover Report 2013,” bearing bates numbers RT_00486876-79 and RT_00486914-23.

77. Attached hereto as Exhibit 77 is a true and correct copy of a November 24, 2010 email from Andy Lloyd to Keith Sims, *et al.*, attaching an August 19, 2014 memorandum re: “Minjova Coal review,” bearing bates numbers RT_00288168 through RT_00288174.

78. Attached hereto as Exhibit 78 is a true and correct copy of excerpts from an October 22, 2012 Minutes of a Meeting of the Rio Tinto Audit Committee, bearing bates numbers RT_SEC_00218973 and RT_SEC_00218976.

79. Attached hereto as Exhibit 79 is a true and correct copy of excerpts from an October 22, 2012 Paper on Accounting Issues from Dan Larsen and PricewaterhouseCoopers, bearing bates numbers RT_00000295 through RT_00000299.

80. Attached hereto as Exhibit 80 is a true and correct copy of excerpts from a Mozambique & RSA Coal Monthly Report for October 2011, bearing bates numbers RT_00267571 through RT_00267572.

81. Attached hereto as Exhibit 81 is a true and correct copy of excerpts from a December 9, 2011 presentation entitled “Rio Tinto Coal Mozambique Business Review,” bearing bates numbers RT_00025537 and RT_00025549-51.

82. Attached hereto as Exhibit 82 is a true and correct copy of excerpts from a July 31, 2011 memorandum from Drew Sargent to Nevan Pillay re: “Minjova, Mozambique Quarterly – 2nd Quarter 2011,” bearing bates numbers RT_SEC_00181421 and RT_SEC_00181423-25.

83. Attached hereto as Exhibit 83 is a true and correct copy of excerpts from January 13, 2012 memorandum from Nevan Pillay to Kevin Fox re: “Quarterly Report – Q4 2011,” bearing bates numbers RT_SEC_00166029 and RT_SEC_00166069-71.

84. Attached hereto as Exhibit 84 is a true and correct copy of a September 8, 2011 email from Peter Eccleston to Matt Coulter, bearing bates numbers RT_00271817 through RT_00271818.

85. Attached hereto as Exhibit 85 is a true and correct copy of excerpts from February 2012 document entitled “Rio Tinto’s Project Evaluation Guidance (PEG), Volume 1 - Principles and Process,” bearing bates numbers RT_00000750 and RT_00000758-61.

86. Attached hereto as Exhibit 86 is a true and correct copy of excerpts from a July 19, 2012 Project Development and Implementation document entitled “Study definition release 3 Guidance notes.”

87. Attached hereto as Exhibit 87 is a true and correct copy of a November 18, 2010 “Investment Committee Submission” from TEG entitled “Project Ralph,” bearing bates numbers RT_00001175 through RT_00001176.

88. Attached hereto as Exhibit 88 is a true and correct copy of excerpts from a document entitled “RTCM Coal Chain Position Paper - September 2011” bearing bates number RT_00022911 through RT_00022921.

89. Attached hereto as Exhibit 89 is a true and correct copy of excerpts from the May 21, 2012 Global Security - Intelligence Report entitled “Riversdale: A Review of the Political, Business and Community Factors, Influences [sic] and Issues Locally and Internationally Impacting on the Riversdale Investment,” bearing bates numbers RT_00200544 and RT_00200552-57.

90. Attached hereto as Exhibit 90 is a true and correct copy of excerpts from an October 24, 2011 briefing note for visit by President of Mozambique entitled “Community relations

approach and examples” and “Mozambique Strategy for Integrated Transport System Development,” bearing bates numbers RT_SEC_00072323, RT_SEC_00072332-35.

91. Attached hereto as Exhibit 91 is a true and correct copy of excerpts from an August 2011 Final Environmental and Social Impact Assessment Report, bearing bates numbers SEC-SEC-E-0011942 through SEC-SEC-E-0011944.

92. Attached hereto as Exhibit 92 is a true and correct copy of a July 22, 2011 email from Andrew Woodley to Alan Menton, bearing bates numbers RT_00020254 through RT_00020258.

93. Attached hereto as Exhibit 93 is a true and correct copy of a July 12, 2010 email from Peter Eccleston to Matt Coulter, bearing bates numbers RT_00246064 through RT_00246065.

94. Attached hereto as Exhibit 94 is a true and correct copy of a July 8, 2011 email from Helen Newell to Andrew Woodley, *et al.*, bearing bates numbers RT_00261383 through RT_00261387.

95. Attached hereto as Exhibit 95 is a true and correct copy of excerpts from an October 31, 2011 Mozambique President Visit Itinerary bearing bates numbers RT_00236794 through RT_00236796.

96. Attached hereto as Exhibit 96 is a true and correct copy of an October 16, 2011 email from Eric Finlayson to Fiona Nicholls, *et al.*, attaching a document entitled “Mozambique President Visit Communications Plan,” bearing bates numbers RT_00236325 through RT_00236328.

97. Attached hereto as Exhibit 97 is a true and correct copy of excerpts from a November 13, 2011 document entitled “Future Corridors – President’s Visit Follow Up,” bearing bates numbers RT_00024993 through RT_00024995.

98. Attached hereto as Exhibit 98 is a true and correct copy of a December 1, 2011 email from Ivo Lourenco to Alan Menton, *et al.*, attaching a document entitled “Note of meeting with the Ministry of Environment, 30/Nov/11, Maputo,” bearing bates numbers RT_00074946 through RT_00074949.

99. Attached hereto as Exhibit 99 is a true and correct copy of excerpts from a January 24, 2012 email from Eric Finlayson to Brendon Brodie-Hall, bearing bates numbers RT_00028741 through RT_00028742.

100. Attached hereto as Exhibit 100 is a true and correct copy of excerpts from a December 14, 2011 letter from Dra. Ana Paula Samo Gudo Chichava to Rio Tinto Mozambique, attaching a document entitled “Riversdale Zambezi River Coal Barging Project, Review Report of the Environmental Impact Assessment Report (REIA),” bearing bates numbers RT_SEC_00077409-13 and RT_SEC_00077417-19.

101. Attached hereto as Exhibit 101 is a true and correct copy of excerpts from documents entitled “Permits and Approval Required for Field Work, Rev. 1 prepared by Christian Taylor”; “Barging ESIA Re-engagement Plan;” and “Government Engagement Strategy: Corridors, Agenda for Conference Call Monday 21 March 2012,” bearing bates numbers RT_00042019 through RT_00042022.

102. Attached hereto as Exhibit 102 is a true and correct copy of a March 2, 2012 email from Claire Dubois, bearing bates numbers RT_00036251 through RT_00036253.

103. Attached hereto as Exhibit 103 is a true and correct copy of a report entitled *Mozambique; Environmental Concerns Nix Coal Export Plan*, Africa News, March 2, 2012.

104. Attached hereto as Exhibit 104 is a true and correct copy of a report entitled *Mozambique Blocks Rio Tinto coal barging*, Agence France Presse, March 2, 2012.

105. Attached hereto as Exhibit 105 is a true and correct copy of a report entitled *Mozambique Blocks Rio Tinto Transporting Coal on Zambezi River*, Dow Jones Institutional News, March 2, 2012.

106. Attached hereto as Exhibit 106 is a true and correct copy of a report entitled *Rio Tinto hits hurdle in barge bid*, The Australian Financial Review, March 5, 2012.

107. Attached hereto as Exhibit 107 is a true and correct copy of a report entitled *Barge Transportation of Coal Via Zambezi River Becomes Difficult; Government of Mozambique Does Not Approve Construction of Barge Facilities*, Tex Energy Report, March 6, 2012.

108. Attached hereto as Exhibit 108 is a true and correct copy of a report entitled *Ripples widen from Rio's Zambezi blow*, The Australian Financial Review, March 12, 2012.

109. Attached hereto as Exhibit 109 is a true and correct copy of a report entitled *Mozambique; Coal Barges Can Only Use Zambezi If Impacts Mitigated*, Africa News, March 15, 2012.

110. Attached hereto as Exhibit 110 is a true and correct copy of "Mozambique risk: Infrastructure risk, Economist Intelligence Unit (EIU) Risk Briefing," May 1, 2012.

111. Attached hereto as Exhibit 111 is a true and correct copy of a March 5, 2012 email from Doug Ritchie to Tom Albanese, bearing bates numbers RT_00036257 through RT_00036259.

112. Attached hereto as Exhibit 112 is a true and correct copy of a March 5, 2012 email from Tom Albanese to Doug Ritchie, bearing bates numbers RT_00055874 through RT_00055876.

113. Attached hereto as Exhibit 113 is a true and correct copy of excerpts from a Company Update: Rio Tinto Ltd., Deutsche Bank, April 24, 2012, entitled *The Big 5*.

114. Attached hereto as Exhibit 114 is a true and correct copy of excerpts from a March 20, 2012 email from Chris Maitland to Eric Finlayson, *et al.*, attaching a report by CLSA entitled *No river for Riversdale*, bearing bates numbers RT_00445353 through RT_00445355.

115. Attached hereto as Exhibit 115 is a true and correct copy of a December 7, 2011 email from Eric Finlayson to Helen Newell, bearing bates number RT_00237837.

116. Attached hereto as Exhibit 116 is a true and correct copy of excerpts from a December 9, 2011 “Rio Tinto Coal Mozambique (RTCM), Letter of Intent – Investment Proposal,” bearing bates numbers RT_00321339 and RT_00321342-44.

117. Attached hereto as Exhibit 117 is a true and correct copy of excerpts from a document entitled “Mozambique & RSA Coal, Monthly Report for March 2012,” bearing bates numbers RT_00159455 through RT_00159458.

118. Attached hereto as Exhibit 118 is a true and correct copy of a March 26, 2012 email from Alan Menton to Helen Newell, *et al.*, bearing bates numbers RT_SEC_00083684 through RT_SEC_00083686.

119. Attached hereto as Exhibit 119 is a true and correct copy of a February 8, 2012 email from Eric Finlayson to Helen Newell, bearing bates number RT_00238921.

120. Attached hereto as Exhibit 120 is a true and correct copy of a March 8, 2012 email from Alima Hussein to Emmy Bosten, *et al.* bearing bates numbers RT_SEC_00082972 through RT_SEC_00082973.

121. Attached hereto as Exhibit 121 is a true and correct copy of excerpts from an April 18, 2012 presentation entitled “Rio Tinto Coal Mozambique, Zambezi Valley, Integrated Transport Corridor Investment Proposal,” bearing bates numbers RT_00342058 through RT_00342060.

122. Attached hereto as Exhibit 122 is a true and correct copy of an April 19, 2012 email from Emmy Bosten to Eric Finlayson, *et al.*, attaching an analysis sheet of an April 18, 2012 Investment Committee meeting, bearing bates numbers RT_00244130 through RT_00244133.

123. Attached hereto as Exhibit 123 is a true and correct copy of an April 20, 2012 email from Andrew Woodley to Doug Ritchie, *et al.*, bearing bates numbers RT_00056159 through RT_00056161.

124. Attached hereto as Exhibit 124 is a true and correct copy of a draft memorandum regarding “RTCM status, position, strategy, and actions in relation to investment proposal submitted to the Government of Mozambique,” bearing bates numbers RT_SEC_00021846 through RT_SEC_00021848.

125. Attached hereto as Exhibit 125 is a true and correct copy of excerpts from a June 3, 2012 email from Doug Ritchie to Guy Elliott, *et al.*, bearing bates numbers RT_00057393 through RT_00057394.

126. Attached hereto as Exhibit 126 is a true and correct copy of June 6, 2012 email from Eric Finlayson to Robert Court, *et al.*, bearing bates numbers RT_00264863 through RT_00264864.

127. Attached hereto as Exhibit 127 is a true and correct copy of a June 12, 2012 email from Eric Finlayson to Helen Newell, bearing bates numbers RT_00264937 through RT_00264939.

128. Attached hereto as Exhibit 128 is a true and correct copy of a July 24, 2012 “Meeting Note,” bearing bates numbers RT_00047699 and RT_00047703-04.

129. Attached hereto as Exhibit 129 is a true and correct copy of excerpts from a presentation entitled “Rio Tinto Coal Mozambique Strategic Advice for the Future Corridor,” bearing bates numbers RT_SEC_00025167, RT_SEC_00025226, and RT_SEC_00025229-30.

130. Attached hereto as Exhibit 130 is a true and correct copy of a September 15, 2011 email from Helen Newell to Eric Finlayson, *et al.*, bearing bates numbers RT_SEC_00295314 through RT_SEC_00295315.

131. Attached hereto as Exhibit 131 is a true and correct copy of a September 12, 2012 email from Andrew Woodley to Jose Fonseca, bearing bates numbers RT_00048405 through RT_00048409.

132. Attached hereto as Exhibit 132 is a true and correct copy of a November 22, 2012 email from Harry Kenyon-Slaney to Matt Coulter, *et al.*, bearing bates numbers RT_SEC_00026790 through RT_SEC_00026793.

133. Attached hereto as Exhibit 133 is a true and correct copy of a September 19, 2011 email from Helen Newell to Doug Ritchie, *et al.*, bearing bates number RT_SEC_00295682.

134. Attached hereto as Exhibit 134 is a true and correct copy of a December 13, 2011 email from Andrew Woodley to Richard Ireland, *et al.*, bearing bates numbers RT_00025573 through RT_00025575.

135. Attached hereto as Exhibit 135 is a true and correct copy of a May 2, 2012 email from Andrew Woodley to Eric Finlayson, *et al.*, bearing bates number RT_SEC_00022979 through RT_SEC_00022981.

136. Attached hereto as Exhibit 136 is a true and correct copy of excerpts from a document entitled “Rio Tinto Coal Mozambique, Board and ExCO Visit to Tete Briefing Paper,” bearing bates numbers RT_00048411 through RT_000484119.

137. Attached hereto as Exhibit 137 is a true and correct copy of a document entitled “Rio Tinto Board and Executive Committee Visit: South Africa, 17-22 September 2012,” bearing bates numbers RT_00048421 and RT_00048435-42.

138. Attached hereto as Exhibit 138 is a true and correct copy of excerpts from a May 11, 2012 email from Helen Newell to Doug Ritchie, *et al.*, attaching a document entitled “Briefing Note for Tom’s Meeting with CEO, Vale on 14 May, 2012,” bearing bates numbers RT_SEC_00043780 through RT_SEC_00043785.

139. Attached hereto as Exhibit 139 is a true and correct copy of a June 10, 2012 email from Doug Ritchie to Tom Albanese, *et al.*, bearing bates numbers RT_00036535 through RT_00036536.

140. Attached hereto as Exhibit 140 is a true and correct copy of a January 27, 2012 document entitled “Chief Executive Performance as Compared with Objectives for 2011,” bearing bates numbers RT_00223446 and RT_00223448-50.

141. Attached hereto as Exhibit 141 is a true and correct copy of excerpts from a May 9, 2012 paper from Tom Albanese entitled “Rio Tinto Board Paper Chief Executive Report,” bearing bates numbers RT_00223653 and RT_00223655-58.

142. Attached hereto as Exhibit 142 is a true and correct copy of excerpts from a June 19, 2012 paper from Tom Albanese entitled “Rio Tinto Board Paper Chief Executive Report,” bearing bates numbers RT_00223734, RT_00223737-39, and RT_00223744-46.

143. Attached hereto as Exhibit 143 is a true and correct copy of excerpts from a February 7, 2012 paper from Tom Albanese entitled “Rio Tinto Board Paper Chief Executive Report,” bearing bates numbers RT_00223481 and RT_00223484-87.

144. Attached hereto as Exhibit 144 is a true and correct copy of excerpts from the February 7, 2012 Minutes of a Meeting of the Board of Directors of Rio Tinto, bearing bates numbers RT_SEC_00207067 and RT_SEC_00207069.

145. Attached hereto as Exhibit 145 is a true and correct copy of excerpts from the March 20, 2012 Agenda for a meeting of Rio Tinto’s Board of Directors, bearing bates numbers RT_SEC_00211660 and RT_SEC_00211663-65.

146. Attached hereto as Exhibit 146 is a true and correct copy of excerpts from a June 2, 2010 report entitled “Project Ralph Geology and Coal Resources,” bearing bates number RT_00069144 and RT_00069155-57.

147. Attached hereto as Exhibit 147 is a true and correct copy of excerpts from an August 26, 2010 memorandum re: “Project Ralph: Review of JORC Resource Statement for Zebra,” bearing bates numbers RT_00009058 through RT_00009059.

148. Attached hereto as Exhibit 148 is a true and correct copy of excerpts from a November 11, 2010 memorandum re: “Project Ralph – Due Diligence,” bearing bates numbers RT_00010093 through RT_00010094.

149. Attached hereto as Exhibit 149 is a true and correct copy of excerpts from a presentation entitled “Project Ralph Appendix – 18 November 2010,” bearing bates numbers RT_00035764 and RT_00035778-80.

150. Attached hereto as Exhibit 150 is a true and correct copy of excerpts from a June 18, 2012 “Paper on Accounting Issues” from Dan Larsen and PricewaterhouseCoopers, bearing bates numbers RT_00000240-43 and RT_00000251-53.

151. Attached hereto as Exhibit 151 is a true and correct copy of excerpts from a January 12, 2013 email from Dan Larsen to Andrew Woodley, *et al.*, bearing bates numbers RT_00089234 through RT_00089235.

152. Attached hereto as Exhibit 152 is a true and correct copy of a May 9, 2012 email from Paul Dupree to Ian Luxton, *et al.*, attaching a draft slide entitled “Resource and Reserve definition,” bearing bates numbers RT_00277890 through RT_00277891.

153. Attached hereto as Exhibit 153 is a true and correct copy of a January 2011 Minjova Coal Project Report entitled “Project Handover Report 2011,” bearing bates numbers RT_SEC_00166154, RT_SEC_00166160-61, RT_SEC_00166203-05, and RT_SEC_00166208-13.

154. Attached hereto as Exhibit 154 is a true and correct copy of excerpts from a “Paper on the Status of Rio Tinto’s Mineral Resource and Ore Reserves Reporting” from Preston Chiaro, bearing bates numbers RT_00481100 and RT_00481102-04.

155. Attached hereto as Exhibit 155 is a true and correct copy of excerpts from the Minutes of the February 27, 2012 Meeting of the Audit Committee, bearing bates numbers RT_00430071 through RT_00430074.

156. Attached hereto as Exhibit 156 is a true and correct copy of a May 11, 2012 email from Brendon Brodie-Hall to Simon Wensley, *et al.*, bearing bates number RT_00406316.

157. Attached hereto as Exhibit 157 is a true and correct copy of entries on Thomas Albanese's calendar for May 11, 2012, bearing bates numbers RT_00458818 through RT_00458822.

158. Attached hereto as Exhibit 158 is a true and correct copy of an April 19, 2012 calendar invitation from Doug Ritchie to Simon Wensley, *et al.*, bearing bates number RT_00411966.

159. Attached hereto as Exhibit 159 is a true and correct copy of a July 13, 2005 calendar invitation from Ingrid Bystrom to Guy Elliott, bearing bates number RT_00453666.

160. Attached hereto as Exhibit 160 is a true and correct copy of excerpts from a presentation entitled "Business Update and Future Direction, April 13, 2012", bearing bates numbers RT_00056041 through RT_00056043.

161. Attached hereto as Exhibit 161 is a true and correct copy of a December 15, 2011 email from Andrew Woodley to Richard Ireland, bearing bates numbers RT_00025641 through RT_00025644.

162. Attached hereto as Exhibit 162 is a true and correct copy of an April 15, 2012 email from Helen Newell to Doug Ritchie, bearing bates numbers RT_00056084 through RT_00056090.

163. Attached hereto as Exhibit 163 is a true and correct copy of a March 22, 2012 email from Eric Finlayson to Doug Ritchie, bearing bates number RT_00056024.

164. Attached hereto as Exhibit 164 is a true and correct copy of excerpts from an August 8, 2012 Media Release entitled “Rio Tinto announces first half underlying earnings of \$5.2 billion,” bearing bates numbers RT_SEC_00269066-79 and RT_SEC_00269107-09.

165. Attached hereto as Exhibit 165 is a true and correct copy of a May 15, 2012 email from Laura Barbrook to Dan Larsen, *et al.*, attaching a presentation entitled “Rio Tinto Coal Mozambique Business Review,” dated May 11, 2012, bearing bates numbers RT_00343175 through RT_00343203.

166. Attached hereto as Exhibit 166 is a true and correct copy of a May 15, 2012 email from Eric Finlayson to Jenni Walling, bearing bates numbers RT_00241291 through RT_00241296.

167. Attached hereto as Exhibit 167 is a true and correct copy of excerpts from a presentation entitled “Rio Tinto Coal Mozambique Business Review,” dated May 11, 2012, bearing bates numbers RT_00349008 and RT_00349030-32 (plus native slides).

168. Attached hereto as Exhibit 168 is a true and correct copy of excerpts from a May 11, 2012 presentation entitled “CEO & CFO Briefing,” bearing bates numbers RT_SEC_00299362 and RT_SEC_00299373.

169. Attached hereto as Exhibit 169 is a true and correct copy of excerpts from a January 10, 2013 memorandum re: “RTCM’s December update to RT Energy CEO,” bearing bates numbers RT_00259699 through RT_00259701.

170. Attached hereto as Exhibit 170 is a true and correct copy of excerpts from a presentation entitled “RTCM - Exploration August Update,” bearing bates numbers RT_00076475-87 and RT_00076494-5.

171. Attached hereto as Exhibit 171 is a true and correct copy of excerpts from a presentation entitled “RTCM Exploration 2012 Update,” bearing bates numbers RT_00280889 through RT_00280893.

172. Attached hereto as Exhibit 172 is a true and correct copy of excerpts from a presentation entitled “Rio Tinto Coal Mozambique Business plan 2013 – 2017, October 2012,” bearing bates numbers RT_00344501 and RT_00344511-14.

173. Attached hereto as Exhibit 173 is a true and correct copy of excerpts from a July 24, 2012 email from Simon Morris to Marcantonio Maglione, *et al.*, attaching a September 2012 Conceptual Growth Programme entitled “Developing a tier 1, long life, low cost coking coal business,” bearing bates numbers RT_00325681-82, RT_00325687-93, RT_00325696-98, RT_00325716-21, RT_00325737-39, RT_00325766-68, RT_00325772-74.

174. Attached hereto as Exhibit 174 is a true and correct copy of a June 25, 2012 email from Rio Tinto to Jonathan Lambert, attaching press release entitled “Rio Tinto makes first coal shipment from Mozambique,” bearing bates numbers PwCUK000001370_0001 through PwCUK000001370_0004.

175. Attached hereto as Exhibit 175 is a true and correct copy of excerpts from a presentation entitled “Resource Strategy Update, April 16, 2012,” bearing bates numbers RT_00277305 through RT_00277308.

176. Attached hereto as Exhibit 176 is a true and correct copy of a September 27, 2012 email from Michael Taylor to Greg O'Regan, *et al.*, bearing bates numbers RT_00280228 through RT_00280229.

177. Attached hereto as Exhibit 177 is a true and correct copy of an August 4, 2011 memorandum re: "Minjova Weekly," bearing bates numbers RT_SEC_00181959 through RT_SEC_00181962.

178. Attached hereto as Exhibit 178 is a true and correct copy of an August 18, 2011 memorandum re: "Minjova Weekly", bearing bates numbers RT_SEC_00182005 through RT_SEC_00182008.

179. Attached hereto as Exhibit 179 is a true and correct copy of a September 8, 2011 memorandum re: "Minjova Weekly," bearing bates numbers RT_SEC_00181968 through RT_SEC_00181971.

180. Attached hereto as Exhibit 180 is a true and correct copy of excerpts from a November 3, 2011 memorandum re: "Minjova Weekly," bearing bates numbers RT_SEC_00181954 and RT_SEC_00181957-58.

181. Attached hereto as Exhibit 181 is a true and correct copy of excerpts from a July 12, 2012 memorandum re: "Quarterly Report – Q2 2012," bearing bates numbers RT_SEC_00291345 and RT_SEC_00291373-74.

182. Attached hereto as Exhibit 182 is a true and correct copy of an April 24, 2012 email from Paul Dupree to Troy Harper, *et al.*, bearing bates numbers RT_00130811 through RT_00130812.

183. Attached hereto as Exhibit 183 is a true and correct copy of a July 22, 2012 email from Andy Lloyd to Andrew Woodley, *et al.*, bearing bates number RT_00046722.

184. Attached hereto as Exhibit 184 is a true and correct copy of a May 2012 RTCM Business Unit Model, bearing bates number RT_00494469.

185. Attached hereto as Exhibit 185 is a true and correct copy of excerpts from a September 3, 2012 noting paper from Harry Kenyon-Slaney entitled “RTCM – Conceptual Growth Programme,” bearing bates numbers RT_00076248 through RT_00076250.

186. Attached hereto as Exhibit 186 is a true and correct copy of a March 29, 2012 email from Hariish Narayanasamy to Dugald Wishart, *attaching* a slide entitled “High Level RTCM Valuation Reconciliation,” bearing bates numbers RT_00159281 through RT_00159283.

187. Attached hereto as Exhibit 187 is a true and correct copy of a March 20, 2012 email from Andrew Woodley to Simon Morris, bearing bates numbers RT_00129719 through RT_00129722.

188. Attached hereto as Exhibit 188 is a true and correct copy of excerpts from an August 8, 2012 Citi Research report entitled “Rio Tinto Ltd (RIO.AX), Waiting for 4Q12 China Stimulus.”

189. Attached hereto as Exhibit 189 is a true and correct copy of excerpts from a document entitled “Guidelines – Cash Generating Unit Template,” bearing bates number RT_00000739 through RT_00000740.

190. Attached hereto as Exhibit 190 is a true and correct copy of excerpts from International Accounting Standard 36.

191. Attached hereto as Exhibit 191 is a true and correct copy of excerpts from a paper from Dan Larsen entitled “Audit Committee Meeting 26 November 2012, Review of Carrying Values,” bearing bates numbers RT_00000331 and 00000347–49.

192. Attached hereto as Exhibit 192 is a true and correct copy of excerpts from International Financial Reporting Standard 6, *Exploration for and Evaluation of Mineral Resources*.

193. Attached hereto as Exhibit 193 is a true and correct copy of excerpts from a memorandum re: "RTCM 2012 HY impairment indicator review," bearing bates numbers RT_00095528 through RT_00095534.

194. Attached hereto as Exhibit 194 is a true and correct copy of excerpts from a June 1, 2012 email from Dugald Wishart to Delwin Witthöft, *et al.*, bearing bates numbers RT_00094395 through RT_00094398.

195. Attached hereto as Exhibit 195 is a true and correct copy of a May 28, 2012 email from Laura Barbrook to Dan Larsen, *et al.*, bearing bates numbers RT_00086448 through RT_00086450.

196. Attached hereto as Exhibit 196 is a true and correct copy of a document entitled "PwC UK Personnel," bearing bates number PwCUK000003905_0001.

197. Attached hereto as Exhibit 197 is a true and correct copy of excerpts from an Agenda for a July 30, 2012 meeting of the Rio Tinto Audit Committee bearing bates numbers SEC-UKFCA-E-0000651, SEC-UKFCA-E-0000752-54, SEC-UKFCA-E-0000773-75, and SEC-UKFCA-E-0000821-23.

198. Attached hereto as Exhibit 198 is a true and correct copy of excerpts from a document entitled "2012 Group Audit Plan," bearing bates numbers PwCUK000009191_0001 and PwCUK000009191_0005-07.

199. Attached hereto as Exhibit 199 is a true and correct copy of excerpts from a document entitled "International Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity."

200. Attached hereto as Exhibit 200 is a true and correct copy of a May 28, 2012 email from Jonathan Lambert to Paul Bendall, *et al.*, bearing bates numbers PwCUK000001301_0001 through PwCUK000001301_0002.

201. Attached hereto as Exhibit 201 is a true and correct copy of June 6, 2012 email from Jonathan Lambert to Richard Hughes, *et al.*, bearing bates numbers PwCUK000001331_0001 through PwCUK000001331_0002.

202. Attached hereto as Exhibit 202 is a true and correct copy of excerpts from a January 8, 2012 email from Richard Hughes to Susie Askew, *et al.*, bearing bates numbers PwCUK000001474_0001 through PwCUK000001474_0008.

203. Attached hereto as Exhibit 203 is a true and correct copy of excerpts from a July 17, 2012 PwC workpaper: “Agenda—Controllers Meeting—Energy,” bearing bates numbers PwCUK000000196_0001 through PwCUK000000196_0003.

204. Attached hereto as Exhibit 204 is a true and correct copy of a December 31, 2012 memorandum re: “Meeting with Guy Elliott, CFO, on 23 July 2012,” bearing bates numbers SEC-UKFCA-E-00000231 through SEC-UKFCA-E-00000232.

205. Attached hereto as Exhibit 205 is a true and correct copy of a July 18, 2012 calendar invitation from Bridget McGuane to Delwin Witthöft, *et al.*, bearing bates number RT_00432020.

206. Attached hereto as Exhibit 206 is a true and correct copy of excerpts from a July 16, 2012 memorandum re: “RTCM 2012 HY Impairment Indicator review,” bearing bates numbers PwCUK000001423_0001 through PwCUK000001423_0005.

207. Attached hereto as Exhibit 207 is a true and correct copy of excerpts from a July 30, 2012 “Paper on Accounting Issues” from Dan Larsen and PricewaterhouseCoopers, bearing bates numbers RT_00000267 through RT_00000284.

208. Attached hereto as Exhibit 208 is a true and correct copy of excerpts from a January 25, 2012 email from Carrie Foster to Andrew Nehill, *et al.*, bearing bates number RT_00335615 through RT_00335617.

209. Attached hereto as Exhibit 209 is a true and correct copy of a May 31, 2012 email from Dugald Wishart to Laura Barbrook, *et al.*, bearing bates numbers RT_00094279 through RT_00094282.

210. Attached hereto as Exhibit 210 is a true and correct copy of excerpts from a May 29, 2012 email from Delwin Witthöft to Mark Shannon, *et al.*, bearing bates numbers RT_00094145 through RT_00094146.

211. Attached hereto as Exhibit 211 is a true and correct copy of excerpts from a March 5, 2012 email from Factiva to Jonathan Lambert, bearing bates number PwCUK000000934_0001 and PwCUK000000934_0006-08.

212. Attached hereto as Exhibit 212 is a true and correct copy of excerpts from a March 12, 2012 email from Factiva to Jonathan Lambert, bearing bates numbers PwCUK000000989_0001 and PwCUK000000989_0016-18.

213. Attached hereto as Exhibit 213 is a true and correct copy of excerpts from a document entitled “Rio Tinto – notes of meeting with Dan Larsen on 8 March 2012,” bearing bates numbers PwCUK000000233_0001 through PwCUK000000233_0002.

214. Attached hereto as Exhibit 214 is a true and correct copy of a January 30, 2012 email from Jonathan Lambert to Sarah Nelson, *et al.*, bearing bates numbers PwCUK000006596_0001 through PwCUK000006596_0003.

215. Attached hereto as Exhibit 215 is a true and correct copy of excerpts from the Minutes of a June 18, 2012 Meeting of the Rio Tinto Audit Committee, bearing bates number RT_00433280 through RT_00433283.

216. Attached hereto as Exhibit 216 is a true and correct copy of a June 6, 2012 email from Delwin Witthöft to Suzie Askew, bearing bates number RT_00094621.

217. Attached hereto as Exhibit 217 is a true and correct copy of excerpts from a June 7, 2012 email from Delwin Witthöft to Suzie Askew, *et al.*, bearing bates numbers RT_00094725 through RT_00094726.

218. Attached hereto as Exhibit 218 is a true and correct copy of excerpts from a June 8, 2012 email from Delwin Witthöft to Suzie Askew, *et al.*, bearing bates number RT_00086679.

219. Attached hereto as Exhibit 219 is a true and correct copy of excerpts from a June 8, 2012 email from Delwin Witthöft to Suzie Askew, bearing bates numbers RT_00094907 through RT_00094908.

220. Attached hereto as Exhibit 220 is a true and correct copy of a June 7, 2012 email from Delwin Witthöft to Guy Elliott, *et al.*, bearing bates number RT_SEC_00283366 through RT_SEC_00283367.

221. Attached hereto as Exhibit 221 is a true and correct copy of excerpts from a July 26, 2012 email from Dan Larsen to Guy Elliott, bearing bates numbers RT_00087367 through RT_00087368.

222. Attached hereto as Exhibit 222 is a true and correct copy of excerpts from a July 12, 2012 email from Simon Morris to Dugald Wishart, *et al.*, bearing bates number RT_00095299.

223. Attached hereto as Exhibit 223 is a true and correct copy of excerpts from a July 13, 2012 email from Rob Russell-Smith to Simon Morris, *et al.*, bearing bates number RT_00095409.

224. Attached hereto as Exhibit 224 is a true and correct copy of a receipt of acquisition model, bearing bates number SEC-PWC-E-0000111 through SEC-PWC-E-0000112 PwC.

225. Attached hereto as Exhibit 225 is a true and correct copy of a July 11, 2012 email from Olivier Rey to Alexander Cooper, bearing bates number PwCUK000009468_0001.

226. Attached hereto as Exhibit 226 is a true and correct copy of a November 1, 2013 email from Jonathan Lambert to Nigel Comello, *attaching* “RTCM BU model – 10.1.13.zipx,” bearing bates numbers PwCUK000002406_0001 through PwCUK000002407_0001.

227. Attached hereto as Exhibit 227 is a true and correct copy of a document entitled “Business Unit Report on Financial Statements: 6 Months to 30 June 2012,” bearing bates number RT_00487409.

228. Attached hereto as Exhibit 228 is a true and correct copy of excerpts from the Agenda for the July 30, 2012 meeting of Rio Tinto’s Audit Committee, bearing bates number PwCUK000009126_0001 through PwCUK000009126_0003.

229. Attached hereto as Exhibit 229 is a true and correct copy of excerpts from a July 16, 2012 email from Suzie Askew to Delwin Witthöft, *et al.*, bearing bates numbers RT_00095538 through RT_00095539.

230. Attached hereto as Exhibit 230 is a true and correct copy of excerpts from a July 18, 2012 email from Delwin Witthöft to Dan Larsen, *et al.*, attaching current versions of accounting issue papers bearing bates number RT_00086972.

231. Attached hereto as Exhibit 231 is a true and correct copy of a July 20, 2012 email from Delwin Witthöft to Suzie Askew, *et al.*, bearing bates number RT_00095736.

232. Attached hereto as Exhibit 232 is a true and correct copy of excerpts from a document entitled “Financial Systems and Controls: Methodology for Evaluating the Effectiveness of Internal Control Over Financial Reporting,” bearing bates numbers PwCUK000008041_0001 through PwCUK000008041_0005.

233. Attached hereto as Exhibit 233 is a true and correct copy of a “Paper on Internal Control Over Financial Reporting” by Laura Barbrook, bearing bates numbers RT_00364042 through RT_00364045.

234. Attached hereto as Exhibit 234 is a true and correct copy of an excerpt from a March 4, 2013 paper from John Catford entitled “Internal Control Over Financial Reporting - Management Assessment 2012,” bearing bates number RT_SEC_00216635.

235. Attached hereto as Exhibit 235 is a true and correct copy of excerpts from a July 6, 2011 document entitled “2011 Group Audit Plan,” bearing bates numbers PwCUK000004524_0001, PwCUK000004524_0006-08, and PwCUK000004524_0024-26.

236. Attached hereto as Exhibit 236 is a true and correct copy of excerpts from a June 11, 2012 document entitled “2012 Group Audit Plan,” bearing bates numbers PwCUK000009196_0001, PwCUK000009196_0006-08, and PwCUK000009196_0027-29.

237. Attached hereto as Exhibit 237 is a true and correct copy of excerpts from a PwC workpaper entitled “Test Controls Over Impairment” for the period ending December 31, 2012, bearing bates number SEC-UKFCA-E-0001354 and SEC-UKFCA-E-0001357.

238. Attached hereto as Exhibit 238 is a true and correct copy of excerpts from a March 5, 2012 letter from Rio Tinto to PricewaterhouseCoopers, bearing bates numbers RT_SEC_00188418 and RT_SEC_00188425-27.

239. Attached hereto as Exhibit 239 is a true and correct copy of excerpts from Rio Tinto’s 2012 Form 20-F.

240. Attached hereto as Exhibit 240 is a true and correct copy of a report entitled *FED Rio Tinto profit down, but is bullish*, Australian Associated Press Financial News Wire, August 8, 2012.

241. Attached hereto as Exhibit 241 is a true and correct copy of excerpts from a document entitled “Edited Transcript: Rio.L Interim 2012 Rio Tinto Plc Earnings Presentation,” bearing bates numbers RT_SEC_00121849 through RT_SEC_00121875.

242. Attached hereto as Exhibit 242 is a true and correct copy of excerpts from an August 9, 2012 email from Ben Pearson to Christine Irvine, *et al.*, attaching a document entitled “Rio Tinto Half Year Results 2012 US Conference Call August 8, 2012,” bearing bates numbers RT_SEC_00290676 through RT_SEC_00290689.

243. Attached hereto as Exhibit 243 is a true and correct copy of an order entered by this Court on March 18, 2019 (ECF No. 135).

244. Attached hereto as Exhibit 244 is a true and correct copy of excerpts from a document entitled “Shareholder/Analyst Call, Thursday, November 29, 2012 3:30 AM GMT,” bearing bates numbers RT_SEC_00294847-50, RT_SEC_00294858-60, and RT_SEC_00294869-71.

245. Attached hereto as Exhibit 245 is a true and correct copy of excerpts from a document entitled “Investor Relations Team Compliance Process: Investor seminars – controls and content,” bearing bates numbers RT_SEC_00283389 through RT_SEC_00283390.

246. Attached hereto as Exhibit 246 is a true and correct copy of an August 6, 2012 email from Alison Smith to Chris Maitland, bearing bates number RT_SEC_00294097.

247. Attached hereto as Exhibit 247 is a true and correct copy of a July 29, 2012 email from Pedro Botte to Andrew Field, *et al.*, attaching a document entitled “[Key Business Issues] HY 2012 (RTCM),” bearing bates numbers RT_00215981 through RT_00215985.

248. Attached hereto as Exhibit 248 is a true and correct copy of a July 29, 2012 email from Pedro Botte to Eric Finlayson, *et al.*, attaching a document entitled “[Key Business Issues] HY 2012 (RTCM),” bearing bates numbers RT_00047293 through RT_00047297.

249. Attached hereto as Exhibit 249 is a true and correct copy of an excerpt from an August 6, 2012 email from Alison Smith to Doug Ritchie, bearing bates number RT_SEC_00294285.

250. Attached hereto as Exhibit 250 is a true and correct copy of a November 22, 2012 email from David Ovington to Chris Maitland, *et al.*, attaching energy slides and script, bearing bates numbers RT_SEC_00291063 through RT_SEC_00291067.

251. Attached hereto as Exhibit 251 is a true and correct copy of a November 27, 2012 email from Mark Shannon to Chris Maitland, *et al.*, attaching a document entitled “TG combined script 26 Nov,” bearing bates numbers RT_SEC_00234907 through RT_SEC_00234933.

252. Attached hereto as Exhibit 252 is a true and correct copy of a November 28, 2012 email from Mark Shannon to RTHQ Team Investor Relations, *et al.*, attaching a document entitled “Seminar Script 28 (PM) v2,” bearing bates number RT_SEC_00122384 through RT_SEC_00122437.

253. Attached hereto as Exhibit 253 is a true and correct copy of a November 29, 2012 email from Edward Creese to mediainvestorrelations@riotinto.com, *et al.*, attaching a November 29, 2012 presentation entitled “Investor seminar, Sydney,” bearing bates number RT_SEC_00279011 through RT_SEC_00279079.

254. Attached hereto as Exhibit 254 is a true and correct copy of a December 4, 2012 email from Carmen Pereira to RTHQ Team Investor Relations, attaching a November 29, 2012 document entitled “Investor Seminar November 2012 – Script,” bearing bates numbers RT_SEC_00123014 through RT_SEC_00123115.

255. Attached hereto as Exhibit 255 is a true and correct copy of a November 26, 2012 email from Chris Maitland to David Ovington, *et al.*, attaching documents entitled “RTE 28 Nov Investor Seminar Q&As;” “RTE slides after RTHQ review;” “RTE commentary after RTHQ review;” “chart and data for China cost curve;” “Domestic exits and pricing chart;” and a November 26, 2012 presentation entitled “Sam Walsh,” bearing bates number RT_SEC_00233972 through RT_SEC_00233979 and RT_SEC_00233982 through RT_SEC_00234006.

256. Attached hereto as Exhibit 256 is a true and correct copy of a November 18, 2012 email from Chris Maitland to Mark Shannon, attaching November 28, 2012 slides, bearing bates number RT_SEC_00291010 through RT_SEC_00291012.

257. Attached hereto as Exhibit 257 is a true and correct copy of an excerpt from a November 21, 2012 email from Alison Smith to Simon Wensley, *et al.*, bearing bates number RT_SEC_00291146.

258. Attached hereto as Exhibit 258 is a true and correct copy of an excerpt from a November 27, 2012 email from Alison Smith to Matthew Halliday, bearing bates number RT_SEC_00294635.

259. Attached hereto as Exhibit 259 is a true and correct copy of a November 27, 2012 email from Chris Maitland to Mark Shannon, bearing bates number RT_SEC_00294271 through RT_SEC_00294272.

260. Attached hereto as Exhibit 260 is a true and correct copy of an excerpt from an August 8, 2012 email from Mark Shannon to Christine Game, *et al.*, bearing bates number RT_SEC_00290583.

261. Attached hereto as Exhibit 261 is a true and correct copy of an August 4, 2012 email from Guy Elliott to guidogre@yahoo.co.uk attaching a document entitled “Half-Year Results 2012 Q&A,” bearing bates number RT_00358927 through RT_00358939.

262. Attached hereto as Exhibit 262 is a true and correct copy of a November 23, 2012 email from Mark Shannon to Tom Albanese, *et al.*, attaching documents entitled “T&G combined script 23 Nov clean;” and “T&G combined 23 Nov v6,” bearing bates numbers RT_SEC_00004906 through RT_SEC_00004944.

263. Attached hereto as Exhibit 263 is a true and correct copy of an excerpt from an August 6, 2012 email from Tom Albanese to Andrew Harding, *et al.*, bearing bates number RT_SEC_00294652.

264. Attached hereto as Exhibit 264 is a true and correct copy of a November 24, 2012 email from Tom Albanese to Mark Shannon, *et al.*, bearing bates numbers RT_SEC_00291579 - RT_SEC_00291581.

265. Attached hereto as Exhibit 265 is a true and correct copy of a November 23, 2012 email from Tom Albanese to Mark Shannon, *et al.*, bearing bates number RT_SEC_00291569.

266. Attached hereto as Exhibit 266 is a true and correct copy of a July 13, 2005 calendar invitation from Ingrid Bystrom, bearing bates number RT_00454272.

267. Attached hereto as Exhibit 267 is a true and correct copy of a July 13, 2005 calendar invitation from Ingrid Bystrom to Guy Elliott, bearing bates number RT_00454307.

268. Attached hereto as Exhibit 268 is a true and correct copy of a November 22, 2012 email from Mark Shannon to Christina Mills, *et al.*, bearing bates numbers RT_SEC_00291567 through RT_SEC_00291568.

269. Attached hereto as Exhibit 269 is a true and correct copy of excerpts from an August 8, 2012 presentation entitled “2012 interim results,” bearing bates numbers RT_SEC_00035065 and RT_SEC_00035073-75.

270. Attached hereto as Exhibit 270 is a true and correct copy of excerpts from a document entitled “Interim 2012 script, version 11,” bearing bates numbers RT_SEC_00100743 and RT_SEC_00100753-57.

271. Attached hereto as Exhibit 271 is a true and correct copy of excerpts from BHP Billiton Limited’s 2010 Annual Report.

272. Attached hereto as Exhibit 272 is a true and correct copy of excerpts from BHP Billiton Limited’s 2012 Annual Report.

273. Attached hereto as Exhibit 273 is a true and correct copy of excerpts from Rio Tinto's 2010 Annual Report.

274. Attached hereto as Exhibit 274 is a true and correct copy of excerpts from Rio Tinto's 2011 Form 20-F.

275. Attached hereto as Exhibit 275 is a true and correct copy of excerpts from Vale S.A.'s 2010 Annual Report.

276. Attached hereto as Exhibit 276 is a true and correct copy of excerpts from Vale S.A.'s 2011 Annual Report.

277. Attached hereto as Exhibit 277 is a true and correct copy of excerpts from Vale S.A.'s October 27, 2011 Form 6-K.

278. Attached hereto as Exhibit 278 is a true and correct copy of excerpts from Vale S.A.'s April 24, 2012 Form 6-K.

279. Attached hereto as Exhibit 279 is a true and correct copy of excerpts from a document entitled "Briefing Note for Meeting with the President of the Republic of Mozambique," bearing bates numbers RT_00318489 through RT_00318493.

280. Attached hereto as Exhibit 280 is a true and correct copy of an April 8, 2011 press release entitled "Rio Tinto assumes control of Riversdale Mining Limited," bearing bates numbers RT_SEC_00232024 through RT_SEC_00232025.

281. Attached hereto as Exhibit 281 is a true and correct copy of excerpts from a document entitled "Investor Seminar September 2011," bearing partial bates numbers RT_00028484 and RT_00028486-88.

282. Attached hereto as Exhibit 282 is a true and correct copy of excerpts from a May 11, 2012 presentation entitled “Rio Tinto Coal Mozambique Business Review,” bearing bates numbers RT_00241218 and RT_00241222-30.

283. Attached hereto as Exhibit 283 is a true and correct copy of excerpts from a June 21, 2012 presentation entitled “RTE CEO Briefing, May 2012,” bearing bates numbers RT_00220848 and RT_00220868-70.

284. Attached hereto as Exhibit 284 is a true and correct copy of excerpts from a presentation entitled “RTE CEO Briefing, Reporting Period: June 2012,” bearing bates number RT_00067897 and RT_00067917-19.

285. Attached hereto as Exhibit 285 is a true and correct copy of excerpts from a document entitled “Rio Tinto Coal Mozambique Briefing Paper,” bearing bates numbers RT_00058471 through RT_00058473.

286. Attached hereto as Exhibit 286 is a true and correct copy of a September 3, 2012 email from Tom Albanese to Doug Ritchie, *et al.*, bearing bates number RT_00399832.

287. Attached hereto as Exhibit 287 is a true and correct copy of an August 31, 2012 email from Kim Kirkland to Paul Dupree, *et al.*, bearing bates numbers RT_SEC_00234936 through RT_SEC_00234937.

288. Attached hereto as Exhibit 288 is a true and correct copy of excerpts from a November 17, 2012 email from Chris Carter to Andrew Woodley, *et al.*, attaching a November 14, 2012 presentation entitled “Rio Tinto Coal Mozambique, Strategic Production Planning Indications Preview,” bearing bates numbers RT_00347948-53 and RT_00347972-73.

289. Attached hereto as Exhibit 289 is a true and correct copy of a November 21, 2012 email from Andrew Woodley to Chris Carter, *et al.*, bearing bates numbers RT_00050760 through RT_00050762.

290. Attached hereto as Exhibit 290 is a true and correct copy of excerpts from a November 26, 2012 email from Preston Chiaro to Andrew Woodley, bearing bates numbers RT_00077613 through RT_00077614.

291. Attached hereto as Exhibit 291 is a true and correct copy of a November 19, 2012 email from Delwin Witthöft to Gabrielle Iwanow, *et al.*, bearing bates numbers RT_00097848 through RT_00097849.

292. Attached hereto as Exhibit 292 is a true and correct copy of a November 26, 2012 paper from Dan Larsen entitled “Review of Carrying Values,” bearing bates numbers RT_00097850-51 and RT_00097866-68.

293. Attached hereto as Exhibit 293 is a true and correct copy of excerpts from a November 26, 2012 paper from Dan Larsen entitled “Review of Carrying Values,” bearing bates number RT_00000331-33 and RT_00000347-49.

294. Attached hereto as Exhibit 294 is a true and correct copy of a November 22, 2012 email from Ingrid Bystrom to Guy Elliott, bearing bates number RT_00359684.

295. Attached hereto as Exhibit 295 is a true and correct copy of a November 23, 2012 email from Dan Larsen to Ingrid Bystrom, *et al.*, bearing bates number RT_00354280.

296. Attached hereto as Exhibit 296 is a true and correct copy of a November 21, 2012 calendar invitation from Mary Hess to Chris Carter, *et al.*, bearing bates number RT_00412641.

297. Attached hereto as Exhibit 297 is a true and correct copy of a November 26, 2012 email from Kim Kirkland to Paul Dupree, *et al.*, bearing bates numbers RT_SEC_00011450 through RT_SEC_00011452.

298. Attached hereto as Exhibit 298 is a true and correct copy of excerpts of a November 27, 2012 email from Hugo Bague to Preston Chiaro, bearing bates number RT_00328347.

299. Attached hereto as Exhibit 299 is a true and correct copy of a December 7, 2012 email from Chris Carter to Preston Chiaro, bearing bates numbers RT_00333148 through RT_00333149.

300. Attached hereto as Exhibit 300 is a true and correct copy of a December 10, 2012 email from Preston Chiaro to Tom Albanese, bearing bates number RT_00068151.

301. Attached hereto as Exhibit 301 is a true and correct copy of excerpts from a November 2, 2012 memorandum re: "Mozambique Coal Projects Weekly," bearing bates numbers RT_SEC_00166502 through RT_SEC_00166504.

302. Attached hereto as Exhibit 302 is a true and correct copy of excerpts from a presentation entitled "Project Mercury, Board Update, January 15, 2013," bearing bates numbers RT_00189896-99 and RT_00189907-08.

303. Attached hereto as Exhibit 303 is a true and correct copy of excerpts from a memorandum re: "Rio Tinto Coal Mozambique Impairment Valuation – Update," bearing bates numbers RT_00124034 through RT_00124037.

304. Attached hereto as Exhibit 304 is a true and correct copy of excerpts from a December 21, 2012 email from Preston Chiaro to Tom Albanese, *et al.*, attaching a memorandum re: "RTCM Resource and Reserve Summary - December 2012," bearing bates numbers RT_00320352 and RT_00320360.

305. Attached hereto as Exhibit 305 is a true and correct copy of a December 27, 2012 email from Tom Albanese to Doug Ritchie, bearing bates number RT_00068171.

306. Attached hereto as Exhibit 306 is a true and correct copy of excerpts from a December 31, 2012 email from Harry Kenyon-Slaney to Simon Wensley, *et al.*, bearing bates numbers RT_00208307 through RT_00208309.

307. Attached hereto as Exhibit 307 is a true and correct copy of excerpts from a document entitled “Meetings with management - notes of various meetings in relation to impairment - January 2013” bearing bates number SEC-UKFCA-E-0000262 through SEC_UKFCA-E-0000263.

308. Attached hereto as Exhibit 308 is a true and correct copy of excerpts from the January 17, 2013 Rio Tinto Form 6-K.

309. Attached hereto as Exhibit 309 is a true and correct copy of excerpts from a report entitled *Potential move on Riversdale*, RBS, December 6, 2010.

310. Attached hereto as Exhibit 310 is a true and correct copy of excerpts from a report entitled *Rio Tinto and Riversdale Mining*, J.P. Morgan, December 23, 2010.

311. Attached hereto as Exhibit 311 is a true and correct copy of excerpts from a report entitled *A\$16ps bid for Riversdale*, Macquarie Equities Research, December 23, 2010.

312. Attached hereto as Exhibit 312 is a true and correct copy of a report entitled *Liberum Capital Morning Comment*, Liberum Capital, December 23, 2010.

313. Attached hereto as Exhibit 313 is a true and correct copy of excerpts from a report entitled *Statistical modeling and near-term catalysts indicate Rio Tinto should outperform BHP B*, Société Générale, July 5, 2012.

314. Attached hereto as Exhibit 314 is a true and correct copy of excerpts from a report entitled *Talks with Riversdale Mining*, J.P. Morgan, December 6, 2010.

315. Attached hereto as Exhibit 315 is a true and correct copy of excerpts from a report entitled *Rio's multi-decade growth plan puts Riversdale in the spotlight*, Merrill Lynch, December 23, 2010

316. Attached hereto as Exhibit 316 is a true and correct copy of excerpts from a report entitled *FACTBOX – Southern Africa's coal rail and port bottlenecks*, Reuters, August 16, 2011.

317. Attached hereto as Exhibit 317 is a true and correct copy of excerpts from a report entitled *The Political Climate for Foreign Investment in Mozambique*, Bloomberg, August 9, 2011.

318. Attached hereto as Exhibit 318 is a true and correct copy of excerpts from a document entitled “Final Transcript” “RIO.L – Interim 2011 Rio Tinto plc Earnings Presentation.”

319. Attached hereto as Exhibit 319 is a true and correct copy of excerpts from a report entitled *Feedback from Investor Seminar*, J.P. Morgan Cazenove, September 21, 2011.

320. Attached hereto as Exhibit 320 is a true and correct copy of excerpts from a report entitled *Talking up copper and coal growth*, Deutsche Bank, September 21, 2011.

321. Attached hereto as Exhibit 321 is a true and correct copy of excerpts from a document entitled “Rio Tinto PLC Investor Seminar – Final.”

322. Attached hereto as Exhibit 322 is a true and correct copy of excerpts from a January 17, 2012 media release entitled “Fourth quarter 2011 operations review.”

323. Attached hereto as Exhibit 323 is a true and correct copy of excerpts from a report entitled *4Q11 – Strong iron ore sales overshadows capex creep*, Deutsche Bank, January 17, 2012.

324. Attached hereto as Exhibit 324 is a true and correct copy of excerpts from an April 17, 2012 media release entitled "First quarter 2012 operations review."

325. Attached hereto as Exhibit 325 is a true and correct copy of excerpts from a report entitled *1Q12 – tough operating conditions*, Deutsche Bank, April 17, 2012.

326. Attached hereto as Exhibit 326 is a true and correct copy of excerpts from a report entitled *Loose ends EXT, GRR, RIV tidied up; bauxite setback . . .*, Merrill Lynch, March 19, 2012.

327. Attached hereto as Exhibit 327 is a true and correct copy of excerpts from a report entitled *Capital allocation held to account*, Deutsche Bank, January 17, 2013, bearing Bates numbers RT_00402089 through RT_00402090.

328. Attached hereto as Exhibit 328 is a true and correct copy of excerpts from a report entitled *Time to boost exposure to Rio Tinto stock*, Société Générale, January 17, 2013.

329. Attached hereto as Exhibit 329 is a true and correct copy of excerpts from a report entitled *Write Off of US\$14B; CEO Tom Albanese Steps Down*, BMO Capital Markets, January 17, 2013.

330. Attached hereto as Exhibit 330 is a true and correct copy of excerpts from a report entitled *OW: USD14bn in write-downs and a new CEO*, HSBC, January 17, 2013.

331. Attached hereto as Exhibit 331 is a true and correct copy of excerpts from a report entitled *CEO steps down, but \$14bn of writedowns are less of a surprise – ALERT*, J.P. Morgan Cazenove, January 17, 2013.

332. Attached hereto as Exhibit 332 is a true and correct copy of excerpts from a report entitled *CEO change. One impairment too many*, UBS, January 17, 2013, bearing Bates numbers RT_00383263 through RT_00383264.

333. Attached hereto as Exhibit 333 is a true and correct copy of excerpts from a report entitled *Valuation driven by the iron ore price, not writedowns and CEO*, Goldman Sachs, January 17, 2013, bearing Bates numbers RT_00402125 through RT_00402126.

334. Attached hereto as Exhibit 334 is a true and correct copy of excerpts from a report entitled *Mining Daily*, Liberum Capital, January 17, 2013.

335. Attached hereto as Exhibit 335 is a true and correct copy of excerpts from a report entitled *Upgrade to Buy on Management Changes and Impairments*, Citi Research, January 17, 2013.

336. Attached hereto as Exhibit 336 is a true and correct copy of excerpts from a report entitled *Rio remains our top pick on higher prices*, Canaccord Genuity, January 29, 2013.

337. Attached hereto as Exhibit 337 is a true and correct copy of excerpts from a report entitled *Enter Sam Walsh*, Nomura Equity Research, January 17, 2013.

338. Attached hereto as Exhibit 338 is a true and correct copy of excerpts from a report entitled *Credit Opinion: Rio Tinto*, Moody's Investors Service, February 4, 2013, bearing bates numbers RT_SEC_00101930 through RT_SEC_00101932.

339. Attached hereto as Exhibit 339 is a true and correct copy of a January 17, 2013 email from Karl Nietvelt to Andrey Nikolaev, *et al.*, bearing bates number SPGI-RIOTINTO-0013297.

340. Attached hereto as Exhibit 340 is a true and correct copy of a report entitled *Fitch: Rio Tinto Charge Underlines Weak Outlook for Aluminum*, Fitch Ratings, January 17, 2013, bearing bates numbers RIOTINTO-FITCH 002116 through RIOTINTO-FITCH 002118.

341. Attached hereto as Exhibit 341 is a true and correct copy of excerpts from a report entitled *Research Update: Rio Tinto Outlook Revised to Negative on Uncertain Deleveraging*

Prospects; ‘A-/A-2’ Ratings Affirmed, S&P, February 25, 2013, bearing bates numbers RT_SEC_00176674 through RT_SEC_00176676.

342. Attached hereto as Exhibit 342 is a true and correct copy of excerpts from a February 27, 2013 email from Johnny Tshutlhedi to Andrew Waltho, *et al.*, bearing bates numbers RT_00183786 through RT_00183790.

343. Attached hereto as Exhibit 343 is a true and correct copy of excerpts from a report entitled *OW: Deconstructing RIO*, HSBC, December 7, 2012.

344. Attached hereto as Exhibit 344 is a true and correct copy of a report entitled *Rio in joint study for port*, Australian Financial Review, January 23, 2012.

345. Attached hereto as Exhibit 345 is a true and correct copy of excerpts from a report entitled *Interim ahead of expectations, it’s all about iron ore*, Baillieu Research, August 9, 2012.

346. Attached hereto as Exhibit 346 is a true and correct copy of excerpts from a report entitled *Rio remains out top pick on higher prices*, Canaccord Genuity, January 29, 2013.

347. Attached hereto as Exhibit 347 is a true and correct copy of a report entitled *H1 2012 results a mixed bag: Mozambique disappoints but iron ore and MRRT reassures*, Société Générale, August 9, 2012.

348. Attached hereto as Exhibit 348 is a true and correct copy of excerpts from a report entitled *IH12 – Growing where it counts*, Deutsche Bank, August 8, 2012.

349. Attached hereto as Exhibit 349 is a true and correct copy of a report, *Mozambique rejects coal barging study*, Reuters, March 1, 2012.

350. Attached hereto as Exhibit 350 is a true and correct copy of excerpts from a document entitled “The Financial Conduct Authority’s investigation into Rio Tinto plc (Operation Batley),” by Steven Brice and Christopher Drewe, September 6, 2017.

351. Attached hereto as Exhibit 351 is a true and correct copy of a presentation entitled “Rio Tinto Coal Mozambique Business Review,” dated May 11, 2012.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 16, 2021

By: /s/ Jennifer L. Conn
Jennifer L. Conn